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BK. 15 PG. 27  
WEL. BAYNE AP. CLK.

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show ARTICLES OF INCORPORATION of MIAMI VALLEY CORPORATION, an Ohio corporation, Charter No. 218019, filed in this office on May 1, 1950, recorded in Volume 592, Page 389; AMENDED ARTICLES OF INCORPORATION with a change of corporate title to: SOHIO OIL COMPANY, filed on June 23, 1986, recorded on Roll F936, Frame 0067; a Certificate of MERGER of BP OIL INC., an Ohio corporation, Charter No. 248671, having its principal location in Cleveland, County of Cuyahoga, and incorporated on July 23, 1955, and SOHIO TRANSPORTATION COMPANY, a Delaware corporation, having qualified to do business within the State of Ohio on November 12, 1975, under License No. 473712, into SOHIO OIL COMPANY, the survivor of said Merger, with an effective date of July 31, 1986, filed on July 29, 1986, recorded on Roll F958, Frame 1793; a Certificate of MERGER of BP NORTH AMERICA PETROLEUM INC., a Delaware corporation, having qualified to do business within the State of Ohio on October 9, 1984, under License No. 642520, and BP LOUISIANA INC., a Louisiana corporation not qualified to do business in the State of Ohio, into SOHIO OIL COMPANY, the survivor of said Merger, with an effective date of January 1, 1988, filed on December 23, 1987, recorded on Roll G299, Frame 1738; a Certificate of AMENDMENT to Amended Articles of Incorporation changing the corporate title to: BP OIL COMPANY, filed on January 31, 1989, recorded on Roll G551, Frame 0759; a Certificate of MERGER of FERNDAL HOLDING CORPORATION, a Delaware corporation not qualified to do business in the State of Ohio, into BP OIL COMPANY, the survivor of said Merger, filed on December 28, 1989, recorded

on Roll G767, Frame 0281; a Certificate of MERGER of BP NORTH AMERICA PETROLEUM INC., a Delaware corporation, having qualified to do business within the State of Ohio on January 21, 1988, under License No. 717013, into BP OIL COMPANY, the survivor of said Merger, filed on December 28, 1989, recorded on Roll G767, Frame 0291; a Certificate of MERGER of BP EXPLORATION INC., a Delaware corporation, having qualified to do business within the State of Ohio on November 2, 1979, under License No. 544564, into BP OIL COMPANY, the survivor of said Merger, with an effective date of December 31, 1991, also, AMENDED ARTICLES OF INCORPORATION with a change of corporate title by the surviving corporation to: BP EXPLORATION & OIL INC., filed on December 26, 1991, recorded on Roll H267, Frame 1624; a Certificate of MERGER of BP NORTH AMERICA PETROLEUM INC., a Delaware corporation not qualified to do business in the State of Ohio, into BP EXPLORATION & OIL INC., the survivor of said Merger, with an effective date of December 31, 1992, filed on December 22, 1992, recorded on Roll H500, Frame 1495; a Certificate of MERGER of PROCARE FRANCHISING CORPORATION, a Delaware corporation, having qualified to do business within the State of Ohio on February 26, 1991, under License No. 791061, into BP EXPLORATION & OIL INC., the survivor of said Merger, with an effective date of April 30, 1993, filed on April 28, 1993, recorded on Roll H585, Frame 1188; a Certificate of MERGER of BP GAS INC., a Delaware corporation, having qualified to do business within the State of Ohio on April 28, 1987, under the License No. 700077, into BP EXPLORATION & OIL INC., an Ohio corporation, Charter No. 218019, the survivor of said Merger, with an effective date of December 31, 1994, filed on November 22, 1994 of the Records of Incorporation. THE FOREGOING STATEMENT CONSTITUTES A COMPLETE LIST OF ALL CHARTER DOCUMENTS ON FILE WITH THIS OFFICE. Said corporation, BP EXPLORATION & OIL INC., an Ohio corporation, Charter No.

218019, having its principal location in Cleveland, County of Cuyahoga, was incorporated on May 1, 1950 and is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official  
seal at Columbus, Ohio on  
May 11, 1999

*J. Kenneth Blackwell*

J. Kenneth Blackwell  
Secretary of State